

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Anchorage Capital Master Offshore, Ltd.

Name of Transferee

Morgan Stanley Senior Funding, Inc.

Name of Transferor

Name and Address where notices to transferee should be sent:

Susan Moriello
Anchorage Capital Group, L.L.C.
610 Broadway, 6th Floor
New York, New York 10012
Phone: (212) 358-4247
E-mail: smoriello@anchoragecap.com

Court Claim # (if known): 66011 (amending claims 17294, filed on 9/18/09, and 2220, filed on 1/30/09)

Amount of Claim as Filed: \$6,665,327.00

Amount of Claim Transferred: \$3,533,426.37

Date Claim Filed: 12/24/09

Debtor: Lehman Brothers Holdings Inc.

Phone: _____

Last Four Digits of Acct #: _____

Phone: _____

Last Four Digits of Acct. #: _____

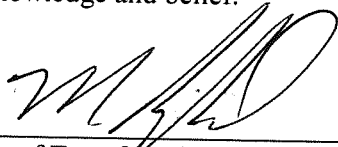
Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: _____



Name of Transferee/Transferee's Agent
MICHAEL J. MALONE
Executive Vice President

Date: _____

6/23/11

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: CLERK, UNITED STATES BANKRUPTCY COURT, SOUTHERN DISTRICT OF NEW YORK

AND TO: LEHMAN BROTHERS HOLDINGS INC.

Morgan Stanley Senior Funding, Inc. ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to Anchorage Capital Master Offshore, Ltd. ("Buyer"), a pro rata portion to the extent of \$3,533,426.37 of Seller's right, title and interest in and to the claims of Seller against LEHMAN BROTHERS HOLDINGS INC. docketed as Claim No. 66011 (amending claims 17294 and 2220) (such pro rata portion, the "Claim"), in the case entitled In re Lehman Brothers Holdings Inc., et al., Chapter 11 Case No. 08-13555 (Jointly Administered) (JMP), pending in the United States Bankruptcy Court, Southern District of New York.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure or otherwise, and stipulates that an order may be entered recognizing this Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 23rd day of June, 2011.

Morgan Stanley Senior Funding, Inc.

Anchorage Capital Master Offshore, Ltd.

By: 
Name: **John Ragusa**
Title: **Authorized Signatory**

By: _____
Name: _____
Title: _____

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AND TO: LEHMAN BROTHERS HOLDINGS INC.

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IN WITNESS WHEREOF, dated as of the 23rd day of June, 2011.

Morgan Stanley Senior Funding, Inc.

Anchorage Capital Master Offshore, Ltd.

BY: ANCHORAGE CAPITAL GROUP, L.L.C.
ITS INVESTMENT MANAGER

By: _____
Name:
Title:

By: _____
Name:
Title:


MICHAEL AGLIALORO
Executive Vice President